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July 28, 2004

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VIA FEDERAL EXPRESS

Honorable Deborah Taylor Tate, Chairman
c/o Sharla Dillon
Dockets Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

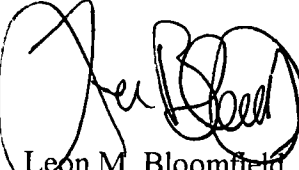
Re Petition of Cellco Partnership d/b/a Verizon Wireless for Arbitration
Under the Telecommunications Act,
Docket No 03-00585

Dear Ms Dillon

Enclosed please find an original and fourteen copies of a Notice of Witness Substitution to be filed in connection with the above-referenced matter. Copies of the enclosed are being provided to the counsel of record.

Please do not hesitate to call if you have any questions regarding the attached.

Sincerely,



Leon M. Bloomfield

LMB lmb

Enclosures

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY**

IN RE:

**PETITION FOR ARBITRATION OF
CELLCO PARTNERSHIP D/B/A VERIZON WIRELESS**

)
) **CONSOLIDATED**
)
) **DOCKET NO. 03-00585**
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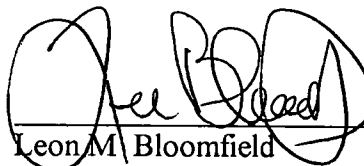
NOTICE OF WITNESS SUBSTITUTION

PLEASE TAKE NOTICE that Gregory Tedesco, Petitioner T-Mobile USA, Inc 's witness in the above-referenced proceeding, is unavailable to attend the arbitration in the above-captioned matter currently scheduled for August 9 through August 14, 2004 Mr Tedesco submitted direct and rebuttal testimony in connection with this matter on June 3, 2004 and June 24, 2004, respectively

The testimony of Mr Tedesco will be adopted by Dave Conn, T-Mobile's National Director of State Regulatory Affairs, who will otherwise appear at the arbitration hearing in place of Mr Tedesco A copy of Mr Conn's resume is attached hereto as Exhibit A

Respectfully submitted this 28th day of July, 2004

By



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Attorneys for T-Mobile USA, Inc

EXHIBIT A

DAVID R. CONN

Current Position

October 2004 – Date: National Director, State and Local Government Affairs, leading the regulatory and legislative efforts of T-Mobile USA, Inc., before state utility commissions, state legislatures, and local governmental bodies

Duties include involvement in developing and monitoring the national interconnection strategies for T-Mobile, which include interconnection negotiation, cost analysis and regulatory activity at both the federal and state levels. As part of my responsibilities, I am required to understand and help implement the rights and obligations of T-Mobile imposed by the Communications Act of 1934 as amended by the Telecommunications Act of 1996 ("the Act") and the resulting rules and regulations of the Federal Communications Commission ("FCC") and the state public utility authorities. My duties also include management of issues related to consumer protection and service quality, regulatory fees and taxes, state regulation of services and fees (voice over internet protocol, compensation for traffic exchange, etc.), various legislative issues, and the government affairs component of facilities siting (towers and tower locations).

Prior Employment

June 2001 – September 2004: Vice President and Deputy General Counsel, leading the Retail Telecommunications Practice Area of the Law Group at McLeodUSA Incorporated. McLeodUSA is a provider of local and long-distance telecommunications services and data services concentrating on 25 states stretching from Ohio to Washington State, and has approximately 4,500 employees nationwide. Position included primary responsibility for legal support for McLeodUSA's wholesale and retail telecommunications activities, including state and federal regulatory affairs, legislative affairs, interconnection agreements and policy, legal elements of product development, and support for all telecommunications sales and marketing-related activity.

July 1999 – June 2001: Deputy General Counsel and Vice President - Product and Policy, McLeodUSA Incorporated. Overall responsibility for McLeodUSA's federal regulatory affairs, state and federal legislative affairs, interconnection agreements and policy, and legal elements of retail product development.

March 1998 - July 1999: Vice President - Law and Regulatory Affairs, McLeodUSA Incorporated. Overall responsibility for the state and federal regulatory affairs of McLeodUSA and its telecommunications subsidiaries, supervising both lawyers and non-lawyer professional personnel, reporting to McLeodUSA's Chief Financial Officer.

October 1994 - March 1998: Associate General Counsel, McLeodUSA Incorporated. Duties included general legal work for the company, with an emphasis on state and federal regulatory affairs.

July 1983 - October 1994: Attorney with the Office of Consumer Advocate (Iowa Attorney General's Office). The Office of Consumer Advocate represents the interests of all Iowa consumers generally in proceedings before the Iowa Utilities Board, and in court proceedings involving utility regulatory matters. Oversight of all types of utility regulatory cases before administrative agencies and in court, including drafting pleadings, comments, testimony, and briefs, and conducting cross-examination of witnesses.

September 1978 - July 1983: Assistant Commerce Counsel in the Iowa Office of Commerce Counsel. Duties included representing the public interest by appearing on behalf of the Commerce Commission staff in proceedings before the Commerce Commission, rendering legal advice to the Commission, and defending Commission decisions appealed to court.

January 1976 - May 1978: Teaching Assistant, University of Iowa Department of Political Science. Taught undergraduate sections in World Politics and Comparative Politics.

Professional Associations

Director, Competition Policy Institute, 1997 - 2002

Director, Universal Service Administrative Company (USAC), 2003 - 2004

Operating Board, Association for Local Telecommunications Services (ALTS), 1998 - 2003

Member, FCC-Joint Board Rural Task Force on Universal Service, 1998 - 2000

Admitted to practice Iowa (1978), Washington (2004, pending), 6th Circuit Court of Appeals

Member, Federal Communications Bar Association

Professional Presentations:

Panelist, "Telecommunications Regulation and Competition Where Are We, and Where Are We Headed?", Minnesota Bar Association Communications Law Forum, Minneapolis, MN, July 15, 2004

Panelist, "The Role of the California Public Utilities Commission in Aiding California's Economic Recovery," Los Angeles County Economic Development Corporation, Los Angeles, CA, May 12, 2004

Panelist, "FCC Triennial Review Order Primer & Discussion Forum", Davis Wright Tremaine LLP Seminar, Chicago, IL September 16-17, 2003

Panelist, "Rural Task Force Update," NARUC Summer Committee Meetings, Los Angeles, CA, July 25, 2000

Panelist, "Due Process and Enforcement in the New Era," US WEST Regional Oversight Committee (ROC) Spring Meeting, Scottsdale, AZ, April 12, 1999

Panelist, "State Regulation of the Evolving Telecom Industry," at ICM Conference Regulatory Affairs for Telecoms, Washington, D C , March 19-20, 1998

Roundtable Participant, National Telecommunications and Information Administration (NTIA) Forum on "New Directions in Telecom," Washington, D C , February 4, 1998

Panelist, NASUCA Mid-Year Meeting, "Competition for Residential Local Exchange Customers", Charleston, SC, June 11, 1997

Member, Organizing Committee, and Panel Moderator, NASUCA conference "The Information Superhighway Consumers at the Crossroads", Washington, D C , April 21-22, 1994

Speaker, "BITS, POPS, and POTS Narrowband Issues in an Emerging Broadband Environment," Seminar on Cable Television Regulation co-sponsored by the League of Iowa Municipalities, Drake University, and the Iowa Association of Municipal Utilities, Des Moines, IA, February 2, 1994

Member, Organizing Committee, and Panel Moderator, NASUCA conference "Telecommunications 2000 What's At Stake for Consumers in the Next Century?", Washington, D C , April 22-23, 1993

Member, Advisory Committee, "Study of the Role of the Telecommunications Industry in Iowa's Economic Development," October 1992

Instructor, NARUC Advanced Regulatory Studies Program, Williamsburg, VA, February 16-21, 1992

Panel Moderator, 1991 Annual Meeting of NASUCA, "Back to the Future? Visions of RHC Entry Into Manufacturing and Information Services", San Antonio, TX, November 10-14, 1991

Instructor, Continuing Legal Education program, "The Administrative Trial Cross Examination of Expert Witnesses", Drake University Law School, Des Moines, IA, October 26, 1990

Member, Steering Committee, NASUCA Conference on "Impacts on Consumers of Lifting the MFJ Restrictions," Washington, D C , March 22-23, 1990

Speaker, "Telecommunications in the 21st Century The Consumer Impact," Seminar co-sponsored by the Iowa Newspaper Association and the National Cable Television Association, Des Moines, IA, June 16, 1989

Panelist, Nineteenth Annual Williamsburg Conference, "Alternative to Traditional Regulation Options for Reform", Williamsburg, VA, December 7-9, 1987

Panelist, Second Annual Conference on Utility Regulation, "What Are the Future Directions For the State Regulation of Competitive Telecommunications Services?", Salt Lake City, Utah, February 9-12, 1986

Publication "A Critique of Holding Company Formations and Other Forms of Corporate Restructuring", *Alternatives to Traditional Regulation Options for Reform* (Mich State U 1989)

Educational Background

University of Iowa College of Law (May 1976 - August 1978): Enrolled in the Accelerated Program at the College of Law Member of the Moot Court Board J D with Honors, August, 1978

University of Iowa Graduate College (January 1976 - May 1978): Enrolled in the Joint Degree Program with the College of Law/Graduate College M A in Political Science, May, 1978

University of Iowa College of Liberal Arts (August 1972 - December 1975): Political Science major, with additional emphasis in economics 1975-76 Fairall Scholarship in Political Science 1975 James D Robertson Scholarship (outstanding junior student in the social sciences) Phi Beta Kappa, 1975 B A with Highest Distinction and Honors in Political Science, December 1975

CERTIFICATE OF SERVICE

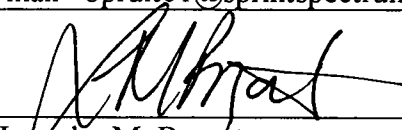
I hereby certify that on July 28, 2004, a true and correct copy of the foregoing has been served on the parties of record, via the method indicated

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